



UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-2(c)

**COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.**

A Professional Corporation

Court Plaza North

25 Main Street

P.O. Box 800

Hackensack, New Jersey 07602-0800

(201) 489-3000

(201) 489-1536 Facsimile

Michael D. Sirota, Esq.

Ilana Volkov, Esq.

Warren A. Usatine, Esq.

Proposed Co-Counsel to the Official
Committee of Unsecured Creditors of
Shapes/Arch Holdings L.L.C., et al.

In re:

SHAPES/ARCH HOLDINGS L.L.C., et al.,

Debtors.

Case No. 08-14631(GMB)

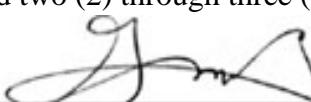
(Jointly Administered)

Chapter 11

**ORDER APPROVING THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS'
RETENTION OF COLE, SCHOTZ, MEISEL, FORMAN & LEONARD, P.A.
AS ITS CO-COUNSEL, NUNC PRO TUNC TO MARCH 31, 2008**

The relief set forth on the following pages, numbered two (2) through three (3), is hereby
ORDERED.

DATED: 4/25/2008



Honorable Gloria M. Burns
United States Bankruptcy Court Judge

(Page 2)

Debtors: SHAPES/ARCH HOLDINGS L.L.C., et al.
Case No: 08-14631(GMB)
Caption of Order: ORDER APPROVING THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS' RETENTION OF COLE, SCHOTZ,
MEISEL, FORMAN & LEONARD, P.A. AS ITS CO-COUNSEL,
NUNC PRO TUNC TO MARCH 31, 2008

THIS MATTER having been opened to the Court by the Official Committee of Unsecured Creditors (the "Committee") of Shapes/Arch Holdings L.L.C., et al. (the "Debtors"),¹ upon an Application for entry of an Order approving the Committee's employment and retention of Cole, Schotz, Meisel, Forman & Leonard, P.A. ("Cole Schotz") as its co-counsel in these proceedings, *nunc pro tunc* to March 31, 2008; and the Court having considered the Application and the Affidavit of Michael D. Sirota, Esq. in support thereof; and the Court being satisfied that Cole Schotz does not hold or represent any interest adverse to the Debtors, their estates or creditors, and satisfies the requirements of Sections 328(a) and 1103(b) of the Bankruptcy Code, and that said employment would be in the best interests of the estates; and notice of the proposed retention having been given in accordance with the requirements of D.N.J. LBR 2014-1(a); and for good cause shown,

IT IS ORDERED as follows:

1. The employment and retention of Cole Schotz as co-counsel to the Committee is hereby authorized and approved effective as of March 31, 2008.
2. Any and all compensation to be paid to Cole Schotz for services rendered on the Committee's behalf shall be fixed by application to this Court in accordance with Sections 330

¹ The Debtors are Shapes/Arch Holdings L.L.C., Shapes L.L.C., Delair L.L.C., Accu-Weld L.L.C., and Ultra L.L.C.

(Page 3)

Debtors: SHAPES/ARCH HOLDINGS L.L.C., et al.
Case No: 08-14631(GMB)
Caption of Order: ORDER APPROVING THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS' RETENTION OF COLE, SCHOTZ,
MEISEL, FORMAN & LEONARD, P.A. AS ITS CO-COUNSEL,
NUNC PRO TUNC TO MARCH 31, 2008

and 331 of the Bankruptcy Code and such Rules of Local and Federal Bankruptcy Procedure as may then be applicable, unless an alternate arrangement for interim compensation is authorized by the Court.

3. A copy of this Order shall be served on all parties-in-interest within seven (7) days hereof.